



NRUC  
CORPORATION

100 NORTH TWENTIETH STREET  
SECOND FLOOR  
PHILADELPHIA, PA 19103  
215 • 569 • 2220

1 5833  
RECORDATION NO. FILE NO.

SEP 22 1988 2 44 PM

INTERSTATE COMMERCE COMMISSION

September 20, 1988

Interstate Commerce Commission  
12th & Constitution Avenues, N.W.  
Washington, DC.  
20423

ATTN: Ms. M. Lee  
Room 2303

Enclosed herewith are three (3) fully executed original copies of a Bill of Sale, Exhibit 'A', Exhibit 'B' and a notarized signature page. These documents are to be recorded pursuant to Section 11303 of Title 49 of the United States Code.

This document is a Bill of Sale between NRUC Corporation (Seller) and Northwestern Oklahoma Railroad, One Foxfield Square, Suite 200, St. Charles, Illinois 60174,

A fee of thirteen dollars (\$13.00) is enclosed. Please return two (2) copies bearing ICC recordation numbers to:

NRUC Corporation  
100 North twentieth Street  
Second Floor  
Philadelphia, Pennsylvania  
19103

ATTN: Robert L. Shiner, Jr.

Thank you for your prompt handling of this filing.

Sincerely,

*Robert L. Shiner, Jr.*

Robert L. Shiner, Jr.  
Vice President  
NRUC Corporation

RES/rfg

cc: W. Kehl

8 267A045

No. SEP 23 1988  
Date .....  
Fee \$ 117.90

ICC Washington, D. C.

*Btk*  
SEP 23 2 43 PM '88  
MOTOR OPERATING UNIT  
ICC OFFICE OF THE SECRETARY

**Interstate Commerce Commission**  
**Washington, D.C. 20423**

9/23/88

OFFICE OF THE SECRETARY

Robert L. Shiner, Jr.  
Vice President  
NRUC Corporation  
100 North 20th St. 2nd. Fl.  
Philadelphia PA. 19103

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 9/23/88 at 2:50pm, and assigned recordation number(s). 9478-B, 9960-D, 15517-EE, 15517-FF, 15517-GG,

15833

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Sincerely yours,

*Nanta R. McEue*

Secretary

Enclosure(s)

SEP 22 1988-2 20 PM

INTERSTATE COMMERCE COMMISSION

BILL OF SALE

KNOW ALL PERSONS BY THESE PRESENTS THAT, for value received, the receipt and sufficiency of which are hereby acknowledged, NRUC CORPORATION ("Seller") does hereby grant, bargain, sell, convey, transfer and deliver to NORTHWESTERN OKLAHOMA RAILROAD CO. ("Purchaser"), its successors and assigns forever, all right, title and interest of Seller in and to all of the boxcars specifically identified on Exhibit A (the "Cars"), TO HAVE AND TO HOLD the same unto Purchaser, its successors and assigns forever.

Seller represents and warrants as follows:

(A) Seller has good, valid and marketable title to the Cars free and clear of all liens, pledges, security interests, charges, encumbrances or other defects of title of any nature whatsoever, and there is no contract, covenant or restriction which prevents Seller from conveying or transferring to Purchaser unencumbered title to the Cars or giving possession of the Cars to Purchaser.

(B) THE CARS ARE PURCHASED BY PURCHASER "AS IS WHERE IS", IN INTERCHANGEABLE CONDITION, SUITABLE FOR CLASS "A" COMMODITY LOADING AND SELLER DOES NOT MAKE ANY OTHER WARRANTIES OR REPRESENTATIONS, EXPRESS OR IMPLIED, AS TO THE CONDITION OF THE BOXCARS, MERCHANTABILITY OF THE BOXCARS, FITNESS OF THE BOXCARS FOR A PARTICULAR PURPOSE OR ANY OTHER MATTER CONCERNING THE BOXCARS EXCEPT AS SET FORTH ABOVE.

IN WITNESS WHEREOF, Seller has executed this instrument on the 16TH day of September, 1988.

ATTEST:

NRUC CORPORATION

Barbara Ann Rostetter  
Secretary

By: Robert L. Shiner Jr  
Title: Vice President

EXHIBIT A  
TO  
BILL OF SALE FROM NRUC CORPORATION  
TO  
NORTHWESTERN OKLAHOMA RAILROAD COMPANY  
SEPTEMBER 16, 1988

Description of Cars - 50'6" Seventy-Ton Boxcars bearing Car numbers  
as follows:

NEW CAR NUMBERS

NOKL 88220  
NOKL 88221  
NOKL 88226  
NOKL 88230  
NOKL 88234  
NOKL 88244  
NOKL 88245  
NOKL 88247  
NOKL 88248  
NOKL 88249

PREVIOUS CAR NUMBERS

NSL 155217  
NSL 155256  
NSL 155208  
NSL 155212  
NSL 155216  
NSL 155259  
NSL 155385  
NSL 155387  
NSL 155388  
NSL 155389

EXHIBIT "B"

**CERTIFICATE OF INSPECTION AND ACCEPTANCE**

**To:** NRUC CORPORATION  
PICKENS RAILROAD  
402 CEDAR ROCK STREET  
PICKENS, SC 29671

**From:** INTERAIL, INC.  
One Foxfield Square  
St. Charles, IL 60174

The undersigned, a duly authorized inspector of Lessee does hereby certify that:

Under authority of Lessee, I have inspected and accepted delivery of the units of railroad equipment specified in the listing below as conforming in all respects to the terms and provisions of the Lease Agreement:

<u>DESCRIPTION</u>	<u>MARK</u>	<u>SERIAL NUMBERS</u>
50' 70 Ton	NOKL	88220
Plate "C" all		88221
steel boxcars		88226
		88230
		88234
		88244
		88245
		88247
		88248
		88249

Under authority of Lessee, I further certify that by virtue of my acceptance of said cars the same have, on the dates stated above, come under lease to Lessee pursuant to the terms and provisions of said Lease Agreement.

Signature:   
Authorized Inspector

Date: September 15, 1988

STATE OF Penna  
COUNTY OF Phila

)  
) SS:  
)

On this 15<sup>th</sup> day of September, 1988, before me personally appeared Robert L. Shiner, to me personally known, who being by me duly sworn says that such person is Vice-President of NRUC CORPORATION, that the foregoing Bill of Sale was signed on behalf of said corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Barbara Ann Rastetter  
Notary Public

My Commission Expires:

BARBARA ANN RASTETTER  
Notary Public, Phila. Phila. Co.  
My Commission Expires April 14, 1990